

Expedia, Inc.  
Form 8-K/A  
June 22, 2009

**FORM 8-K/A**  
**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**  
**Date of report (Date of earliest event reported): July 8, 2005**  
**Expedia, Inc.**  
**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
**of Incorporation)**

**000-51447**  
**(Commission File Number)**

**20-2705720**  
**(IRS Employer**  
**Identification Number)**

**333 108th Avenue NE, Bellevue, Washington**  
**(Address of Principal Executive Offices)**

**98004**  
**(Zip Code)**

**Registrant's telephone number, including area code: (425) 679-7200**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**EXPLANATORY NOTE**

Expedia, Inc. (the *Company*) is filing this Amendment No. 1 to the Company's Current Report on Form 8-K filed on July 14, 2005 (the *Original Report*) for the sole purpose of providing exhibits and schedules to the Credit Agreement, dated as of July 8, 2005 (the *Credit Agreement*), among Expedia, Inc., a Delaware corporation, Expedia, Inc., a Washington corporation, Travelscape, Inc., a Nevada corporation, hotels.com, a Delaware corporation and Hotwire, Inc., a Delaware corporation, as Borrowers; the Lenders party thereto; Bank of America, N.A., as Syndication Agent; Wachovia Bank, N.A. and The Royal Bank of Scotland PLC, as Co-Documentation Agents; JPMorgan Chase Bank, N.A., as Administrative Agent; and J.P. Morgan Europe Limited, as London Agent.

This Amendment No. 1 to the Original Report is being filed in response to a comment the Company received from the Securities and Exchange Commission requesting that we file the exhibits and schedules to the Credit Agreement and does not reflect events occurring after the date of the filing of the Original Report, including subsequent amendments to the Credit Agreement, or modify or update those disclosures affected by subsequent events.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

- 10.1 Credit Agreement dated as of July 8, 2005, among Expedia, Inc., a Delaware corporation, Expedia, Inc., a Washington corporation, Travelscape, Inc., a Nevada corporation, hotels.com, a Delaware corporation and Hotwire, Inc., a Delaware corporation, as Borrowers; the Lenders party thereto; Bank of America, N.A., as Syndication Agent; Wachovia Bank, N.A. and The Royal Bank of Scotland PLC, as Co-Documentation Agents; JPMorgan Chase Bank, N.A., as Administrative Agent; and J.P. Morgan Europe Limited, as London Agent.
-

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EXPEDIA, INC.

Date: June 19, 2009.

By: /S/ Burke F. Norton  
Name: Burke F. Norton  
Title: Executive Vice President, General  
Counsel and Secretary

---

**EXHIBIT INDEX**

- 10.1 Credit Agreement dated as of July 8, 2005, among Expedia, Inc., a Delaware corporation, Expedia, Inc., a Washington corporation, Travelscape, Inc., a Nevada corporation, hotels.com, a Delaware corporation and Hotwire, Inc., a Delaware corporation, as Borrowers; the Lenders party thereto; Bank of America, N.A., as Syndication Agent; Wachovia Bank, N.A. and The Royal Bank of Scotland PLC, as Co-Documentation Agents; JPMorgan Chase Bank, N.A., as Administrative Agent; and J.P. Morgan Europe Limited, as London Agent.